CALL TO ORDER

Ms. Katherine Busser, Rector, called the meeting of the Virginia State University ("VSU") Board of Visitors ("Board") to order in Room A of the Gateway Dining Event Center at 8:13 a.m.

ROLL CALL

A quorum was present.

Board Members Present:

Ms. Katherine E. Busser, Rector
Mr. Harry Black, Vice Rector
Ms. Barbara Steverson, Secretary
Mr. George K. Anas, II
Dr. William C. Bosher (absent)
Mr. Allyn Myles Carnam
Mr. Felix Davis, Jr. (absent)
Dr. Robert E. Denton, Jr.
Ms. Catherine H. Gillespie (absent)
Mr. Terone B. Green
Ms. Jennifer Hunter
Mr. E. Ray Murphy
Mr. Willie C. Randall
Ms. Daphne M. Reid
Mr. James H. Starkey, III (via teleconference)
Dr. Emmanuel Omojokun, Faculty Member Representative
Mr. Brandon Randleman, Student Government Association Representative

Administration Present:

Dr. Keith T. Miller, President
Dr. W. Weldon Hill, Vice President for Academic Affairs
Dr. Michael M. Shackleford, Vice President for Student Affairs
Mr. David J. Meadows, Vice President for Administration and Finance
Mr. James Tyson, Vice President for Institutional Advancement
Mr. Cortez K. Dial, Chief of Staff
Dr. Elliott L. Wheelan, Associate Vice President for Human Resources
Mr. Jesse Vaughan, Special Assistant to the President
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Legal Counsel Present:

Ms. Bonnie N. Degen, Legal Assistant, University Legal Counsel
Ms. Christy G. Brown, Paralegal, University Legal Counsel

Other Attendees:

Mr. Ronald Forehand, Senior Assistant Attorney General, Chief, Education Section
Office of the Attorney General
Mr. Travis Edmonds, Office of Information Technology

OPENING REMARKS

The Rector asked all present to pause for a moment of reverent silence.

Rector Busser called for approval, the minutes of the Board meeting held April 19-20, 2012 and the Special Board meeting held May 20, 2012. A motion for their approval was made by Mr. Black, seconded by Ms. Reid, and the minutes were approved by roll call voice vote.

Mr. Starkey confirmed that he was located at 121 Plumb Point Road, Deer Isle, Maine, which was fully accessible to the public as required by the Virginia Freedom of Information Act (FOIA).

Ms. Busser welcomed new board members Dr. Robert E. Denton, Jr., Ms. Jennifer Hunter and Mr. Willie C. Randall. Rector Busser also welcomed Assistant Attorney General Ron Forehand in the absence of Attorney Roscoe C. Roberts due to his attendance at the U.S. Naval Academy.

Mr. Black moved that Article III of the Virginia State University Board of Visitors Bylaws be suspended in order to allow the Chair of the Resource and Governance Committee to make recommendations on filling current vacancies on all standing committees, instead of the Committee itself making those recommendations; and further to allow the Rector, at her option, to substitute for any absent member of any standing committee at today's meeting, and to serve as a voting, ex officio member of the committee, where her service would provide for attaining a quorum of the committee. The motion was seconded by Mr. Murphy and carried by roll call voice vote.

CLOSED SESSION

In accordance with §§ 2.2-3711(A)(1) and (A)(7) and of the Code of Virginia, the Board convened in closed session at 8:20 a.m. to discuss personnel matters and for consultation with legal counsel. The motion provided that President Miller and Attorney Forehand attend the closed meeting as their presence was deemed necessary to aid the Board in its deliberations.
The Board reconvened in open session at 10:35 a.m., in accordance with § 2.2-3712(D) of the Code of Virginia. Ms. Steverson conducted the poll in which all Board members certified that the Board only discussed personnel matters and consulted with legal counsel, as authorized by law. All Board members present certified compliance with the Freedom of Information Act.

Mr. Black presented and moved for approval the following committee recommendations: Dr. Denton, Academic and Student Affairs Committee, and Institutional Advancement Committee; Ms. Hunter, Resource and Governance Committee, and Institutional Advancement Committee; and Mr. Randall, Facilities, Finance and Audit Committee, and Resource and Governance Committee. The motion was seconded by Ms. Reid and carried by roll call voice vote.

Rector Busser presented for review, discussion and approval draft committee charters

**AFTERNOON SESSION**

Following committee sessions, Rector Busser, reconvened the meeting of the full Board in Room A of the Gateway Dining Event Center at 2:00 p.m. The reports of matters considered by the committees are set forth below.

**ROLL CALL**

A quorum was present.

*Board Members Present:*

Ms. Katherine E. Busser, Rector
Mr. Harry Black, Vice Rector
Ms. Barbara Steverson, Secretary
Mr. George K. Anas, II
Dr. William C. Boshier *(absent)*
Mr. Allyn Myles Carnam
Mr. Felix Davis, Jr. *(absent)*
Dr. Robert E. Denton, Jr.
Ms. Catherine H. Gillespie *(absent)*
Mr. Terone B. Green
Ms. Jennifer Hunter
Mr. E. Ray Murphy
Mr. Willie C. Randall
Ms. Daphne M. Reid
Mr. James H. Starkey, III *(via teleconference)*
Dr. Emmanuel Omojokun, Faculty Member Representative
Mr. Brandon Randleman, Student Government Association Representative
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Administration Present:

Dr. Keith T. Miller, President
Dr. Weldon Hill, Vice President for Academic Affairs
Dr. Michael M. Shackleford, Vice President for Student Affairs
Mr. David J. Meadows, Vice President for Administration and Finance
Mr. James Tyson, Vice President for Institutional Advancement
Mr. Cortez K. Dial, Chief of Staff
Dr. Elliott L. Wheelan, Associate Vice President for Human Resources
Mr. Hubert Harris, Associate Vice President for Technology Services and CIO
Mr. Jesse Vaughan, Special Assistant to the President

Legal Counsel Present:

Mr. Ronald Forehand, Senior Assistant Attorney General, Chief, Education Section
  Office of the Attorney General
Ms. Bonnie N. Degen, Legal Assistant, University Legal Counsel
Ms. Christy G. Brown, Paralegal, University Legal Counsel

Other Attendees:

Dr. Kenneth Bernard, Chair Math and Computer Science
Dr. Joyce Edwards, Chair, Social Work
Dr. Deborah Goodwyn, Chair, Language and Literature
Dr. Zoe Spencer, Professor, Sociology, Social Work, and Criminal Justice
Mr. Michael Wallace, Chief, Police and Public Safety
Mr. Harrison Bonner, Assistant Professor, Accounting and Finance
Mr. Travis Edmonds, Office of Information Technology
Mr. John Emmett, Media Specialist
Mr. David Garrison, Internal Audit
Mr. Conaway Haskins, Director, Government Relations
Ms. Jennifer Schreck, Project Manager, Auditor of Public Accounts

REPORT OF AUDITOR OF PUBLIC ACCOUNTS

Ms Jennifer Schreck, representing the Commonwealth’s Auditor of Public Accounts, discussed the state’s audit report. The University received an unqualified opinion on its financial statements for the year ending June 30, 2011; discussion ensued. The Rector thanked Ms. Schreck for her presentation.
PRESIDENT’S REMARKS

President Miller highlighted: University partnerships and relationships, and how they serve as tools for the community and the region; expansion of the visibility of the University through transactional research; the Research Foundation; increased STEM scholarship funding; expansion of study abroad participation; and the addition of 400 dual enrollment students, the most among all universities in Virginia.

The President introduced Mr. John Emmett, Director of Virginia State University’s WVST sports broadcast, and CIAA’s Broadcaster of the Year. Mr. Emmett provided a brief overview of his experiences at the University as the play-by-play voice of Virginia State University football, baseball, softball, and men’s and women’s basketball for the VSU owned radio station.

RECTOR’S REMARKS

Rector Busser discussed the strategic vision of the University, and the engagement of the Board, the Administration, faculty, staff, and students.

On behalf of the Board, Rector Busser extended condolences to Ms. Joanne Curtis Taylor, Chief Audit Executive, on the passing of her mother.

Academic and Student Affairs

Ms. Barbara Stevenson, Chair of the Academic and Student Affairs Committee, asked Dr. W. Weldon Hill, Provost, to provide an update to the Board. (Committee members present were: Stevenson, Busser, Green, Murphy, Denton, Omajokum, Randleman.)

Provost Hill highlighted: VSU being designated as military friendly by GI Jobs; U.S. News and World Report rankings; Strategic Plan and Six-year Plan initiatives; Massive Open Online Courses (MOOCs) and Local Open Online Courses (LOOCs); and Team-Based Learning (TBL).

On behalf of the committee, Ms. Stevenson presented and moved for approval the Professor Emeritus recommendation for Dr. George Wimbush. The motion carried by roll call voice vote.

Dr. Hill discussed the discontinuance of the Masters in Plant Science program. On behalf of the committee, Ms. Stevenson presented and moved for approval the discontinuance of the Masters in Plant Science program. The motion carried by roll call voice vote.

Dr. Hill discussed the reaffirmation of the academic reorganization. On behalf of the committee, Ms. Stevenson presented and moved for approval the reaffirmation of the academic reorganization. The motion carried by roll call voice vote.
Dr. Hill discussed the proposed tuition reduction for special programs. On behalf of the committee, Ms. Steverson presented for approval the tuition reduction for special programs. The motion carried by roll call voice vote.

On behalf of the committee, Ms. Steverson presented and moved for approval the draft charter of the Academic and Student Affairs Committee. The motion carried by roll call voice vote.

Dr. Shackleford next highlighted the large freshman class, growth in transfer students, financial aid funding, and campus housing.

Mr. Brandon Randleman, Student Representative to the Board, highlighted his report, discussing: on-campus non-profit organizational funding; works with the State Council of Higher Education for Virginia (SCHEV) and government relations; and bipartisan student voter registration assistance.

Dr. Omojukun, Faculty Representative to the Board, highlighted his report, discussing how, during the past year, the faculty and the administration have worked together to resolve several faculty issues, some of which have existed for many years at VSU, which are pervasive in other universities. These issues included: pay inequity among faculty, administrator rights on faculty issued computers, gender inequity, parking fee increases, class sizes, and delay in payment of summer and overload teaching activities.

**Resource and Governance Committee**

Mr. Harry Black, Chair of the Resource and Governance Committee, discussed the President’s evaluation process and Rector Busser discussed the requested confidential assessments tools and expectations. (Committee members present were: Black, Anas, Carnam, Starkey-via teleconference, Reid, Hunter, Randall.)

On behalf of the committee, Mr. Black presented for reaffirmation the Faculty and Student Representatives to the Board. The motion carried by roll call voice vote.

On behalf of the committee, Mr. Black presented for approval the appointment of Ms. Catherine Gillespie to the new Research Foundation contingent upon her acceptance. The motion carried by roll call voice vote.

On behalf of the committee, Mr. Black presented and moved for approval the draft charter of the Resource and Governance Committee with the ability to amend and modify as needed. The motion carried by roll call voice vote.

Mr. Black moved for approval the resolution recognizing the service of former board member BG (RET) Al Cade. The motion was seconded by Mr. Starkey and carried by roll call voice vote.
Facilities, Finance and Audit Committee

On behalf of the committee, Mr. E. Ray Murphy, Chair of the Facilities, Finance and Audit Committee, highlighted and presented for approval the updated Six-year Plan for 2012-2018. The motion carried by roll call voice vote. (Committee members present were: Murphy, Black, Busser, Carnam, Green, Steverson, Randall.)

On behalf of the committee, Mr. Murphy presented and moved for approval the reaffirmation of the Audit Committee Charter. The motion carried by roll call voice vote.

On behalf of the committee, Mr. Murphy presented and moved for approval the reaffirmation of the Internal Audit Charter. The motion carried by roll call voice vote.

On behalf of the committee, Mr. Murphy presented and moved for approval the Internal Audit Plan and Goals and Objectives. The motion carried by roll call voice vote.

On behalf of the committee, Mr. Murphy presented and moved for approval the Facilities, Finance and Audit Committee Charter. The motion carried by roll call voice vote.

Institutional Advancement

Mr. James H. Starkey, III, Chair of the Institutional Advancement Committee, provided an update on major gifts totaling $801,416.02 as of August 31, 2012. (Committee members present were: Starkey-via teleconference, Anas, Reid, Denton, Hunter.)

On behalf of the committee, Mr. Starkey presented and moved for approval the draft charter of the Institutional Advancement Committee with the ability to amend and modify as needed. The motion carried by roll call voice vote.

On behalf of the Board, Rector Busser congratulated Virginia State University’s own Legal Counsel, Attorney Roscoe C. Roberts on being selected by Virginia Lawyers Media as a 2012 Leader in the Law.

There being no further business, the Rector adjourned the meeting of the Board at 4:02 p.m.

Katherine E. Busser, Rector

Barbara Steverson, Secretary

Date 11/9/2012

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